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**PROXY STATEMENT**  
**ALLEGHANY CORPORATION**  
**Annual Meeting of Stockholders May 1, 1946**

This statement is furnished in connection with the solicitation of proxies from holders of the outstanding three classes of stock of Alleghany Corporation to be voted at the annual meeting of stockholders of the Corporation to be held at the office of the Corporation, 10 Light Street, Baltimore, Maryland, on May 1, 1946, at one o'clock in the afternoon (and at any and all adjournments thereof) for the purposes referred to below and set forth in the accompanying notice of the annual meeting of stockholders.

Copies of the annual report of the Corporation to its stockholders for 1945, including financial statements are enclosed. Copies will also be mailed to persons becoming stockholders of record between March 20, 1946 and April 11, 1946, and will also be furnished to stockholders upon request.

**1. Election of Directors**

It is intended that proxies in the enclosed form received from holders of Common Stock, unless otherwise limited, will be voted for the following: Frank B. Bateman, Walter W. Foskett, Allan P. Kirby, R. W. Purcell and Robert R. Young.

It is intended that proxies in the enclosed form received from holders of Cumulative  $5\frac{1}{2}\%$  Preferred Stock, Series A (hereinafter called the "Preferred Stock, Series A"), unless otherwise limited, will be voted for the following: Leonard P. Ayres and O. Henry Briggs.

It is intended that proxies in the enclosed form received from holders of Prior Preferred Convertible Stock (hereinafter called the "Prior Preferred Stock"), unless otherwise limited, will be voted for the following: J. J. Anzalone and Herman R. Neff.

All of the foregoing nominees are present members of the Board of Directors of Alleghany Corporation. The term of office for which they are candidates is one year and until their successors are elected and qualify.

In case any of the nominees above named is not a candidate at the annual meeting (an eventuality which the management of the Corporation now knows of no reason to anticipate), proxies in the enclosed form will be voted in favor of the balance of those named and may be voted for substituted nominees.

The outstanding number of each class of voting securities of Alleghany Corporation is as follows: 106,955 shares of Prior Preferred Stock; 667,539 shares of Preferred Stock, Series A; and 4,567,797 shares of Common Stock.

The following statements concerning the beneficial ownership of the security holdings of the nominees named are based upon information received from the nominees themselves as to their respective holdings as of March 18, 1946.

*Securities owned as of March 18, 1946*

<u>Nominee</u>	<u>Shares of Prior Preferred Stock</u>	<u>Shares of Preferred Stock Series A</u>	<u>Shares of Common Stock</u>
J. J. Anzalone .....	10		500
Leonard P. Ayres .....		10	
Frank B. Bateman .....		800	
O. Henry Briggs .....		10	
Walter W. Foskett .....	29	1,063	28,946
Allan P. Kirby .....		39,158	500,000(1)
Herman R. Neff .....	10		
R. W. Purcell .....		900	1,100
Robert R. Young .....	6,200	5,983	47,106

(1) 10.94% of the outstanding Common Stock.



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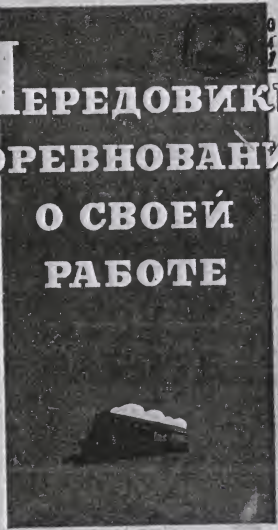
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**ПЕРЕДОВИКИ  
СОРЕВНОВАНИЯ  
О СВОЕЙ  
РАБОТЕ**



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УСПЕХИ В РАБОТЕ  
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ТРАНСПОРТА!

*Речь на Всесоюзном совещании  
работников  
железнодорожного транспорта  
10 мая 1962 года*



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BY ACADEMICIAN V. OBRATSOV

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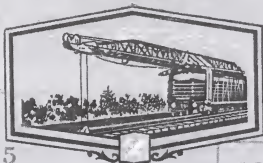
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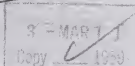
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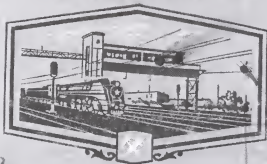


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